

RFP.P Exhibit C

PRELIMINARY SCOPE OF WORK FOR “RFP-PLANNING”

Following is the scope of work for that process which will occur after the selection of the Awardee of the RFP-Planning. This process will be implemented to transition the Awardee’s Conceptual Plan to a Final Preferred Land Use Plan.

INTRODUCTION

The DNRC/Ballfield Task Force Parcel Project Area (“Victory Commons Project Area”), depicted on that map attached as RFP.P Exhibit A, encompasses approximately 21-29 acres +/- of Trust Land located in Section 36, Township 29N, Range 22W, abutting U. S. Highway 93 North in Kalispell, Montana. The Victory Commons Project Area includes the former DNRC administrative building site (13.5 acres +/-), and contiguous acreage (13.5 acres +/-) presently leased to the City of Kalispell (“City”) for the Kidsports Athletic Complex (“Kidsports Athletic Complex”). A third entity, “Kidsports,” is a local non-profit entity that represents the numerous groups that offer recreational and athletic activities at the Kidsports Athletic Complex, and which has also been responsible for developing improvements on the site. Kidsports and the City have an agreement outlining their working relationship pertaining to the Kidsports Athletic Complex and its improvements.

The subject property is a parcel of Montana “Trust Lands” managed by the DNRC. Trust Lands were dedicated to the State by the Federal Government at the time of statehood, with the stipulation that they be held “in trust” for the benefit of schools and other institutions. The mission for Montana Trust Lands is to generate revenue for the Trust Beneficiaries over the long-term. Tracts of land are dedicated to particular Trusts, in this case K-12, or “Common Schools” of the State of Montana. The City’s and Kidsports’ objective is to meet the current and future needs for area youth by providing outdoor athletic and recreational opportunities at the Kidsports Athletic Complex. The current 40-year lease which the City and DNRC entered into for the Kidsports Athletic Complex facility has 26 years left before its expiration, and it is the goal of the City and Kidsports to secure a permanent easement (i.e., “permanent use” easement) or acceptable alternative for this site.

In December 2007, at the request of the DNRC Northwestern Land Office and the City of Kalispell, the staff/operational groups for those entities responsible for managing the Kidsports Athletic Complex lease (DNRC/Ballfield Task Force, currently the Project Coordination Committee) agreed to collaborate to offer for commercial development a parcel larger than the present DNRC administrative site and to secure the long-term sustainability of the Kidsports

Athletic Complex. The Project Coordination Committee is comprised of staff members from the DNRC and the City of Kalispell, and representatives of Kidsports.

As noted in the RFP-Planning introduction, five critical goals for the collaborative effort were ultimately established:

- To facilitate the selection of a creative and effective Conceptual Plan design for the Victory Commons Project Area, while also demonstrating thorough consideration of the long-term stability of the Kidsports/Kidsports Athletic Complex.
- To benefit the Common Schools Trust beneficiaries by providing an opportunity for DNRC to combine its former agency site with additional acreage from the City lease to create an “enhanced parcel,” with expanded commercial development opportunities and greater revenue.
- To proceed through a collaborative planning process with the RFP-Planning Awardee and the Project Coordination Committee to develop the Conceptual Plan into a commonly beneficial Preferred Land Use Plan, with the additional intent to maximize predictability to the extent practicable by law.
- To provide a developable site for the anticipated developer, and offer assurance to that developer that the three parties are operating in sync toward common goals.
- To prepare for the RFP-Lease process, which will award the “Development and Operation Lease,” using the Preferred Land Use Plan as the basis for developing the Parcel. The RFP-Lease process will also be the method of selecting the most appropriate developer of the Preferred Land Use Plan. The selected developer from the RFP-Lease will complete or finalize entitlements as necessary and develop the Parcel.

In an effort to insure that all participating members’ goals are met, and to provide predictability for the potential developer of the Victory Commons Project Area, the Project Coordination Committee researched and settled upon a dual Request for Proposal (“RFP”) process that includes first a planning RFP (RFP-Planning), and then an RFP for leasing (RFP-Lease) the Victory Commons Project Area. Awardees to the RFP-Planning will submit a “Conceptual Plan” for the Victory Commons Project Area. The Awardee will then work with the Project Coordination Committee as outlined in this detailed scope of work to refine the Conceptual Plan into a Final Preferred Plan.

The DNRC administrative site boundaries are shown on RFP.P Exhibit A (Map), as well as acreage that is presently part of the Kidsports Athletic Complex, and combined, totals the potential Victory Commons Project Area. The intended outcome is to have a commercial lease for a to-be-determined area positioned within the boundaries on the attached exhibit, based on the selected plan from the first RFP-Planning.

One important aspect of the successful plan will be to integrate as much planned area as possible into the Kidsports Athletic Complex lease. In achieving this long-term existence of the Kidsports Athletic Complex the DNRC Ballfield Task Force envisions that RFP-Planning responses may include compatible and complimentary developments such as incorporating drainage requirements for the area as part of a park feature integrated into the contiguous Kidsports Athletic Complex, or offering a shared parking area that can handle commercial parking overflow as well as athletic field users. The successful Awardee of the Planning RFP-Planning will work to define the parcel with integrated surrounding uses compatible with ball field usage.

Acreage (commercial frontage) is currently under permanent easement to the Montana Department of Transportation (MDT) for a highway water runoff detention pond that is adjacent to the Victory Commons Project Area. While this pond is not specifically necessary to the project, it is possible that negotiation with MDT could occur whereby the pond might conceivably be moved and incorporated into the Victory Commons Project Area to gain more commercial highway frontage, provided that the function of the pond is retained in the general vicinity of where the pond is now. Movement of the pond would need to be coordinated with approval from the MDT. The idea of pond relocation is illuminated primarily to provide the greatest flexibility for a potential development plan.

The Awardee selected from the RFP-Planning will work at their own cost with the Project Coordination Committee to (1) create a flexible and integrated plan to define the parcel that will be leased for commercial development; (2) propose specific development for that parcel; (3) integrate that parcel's proposed uses successfully with the Kidsports Athletic Complex lease in order to remove from the lease some of those additional areas that may offer common use options (as identified above or to be determined), and (4) propose alternatives that meaningfully insure the long-term existence of the Kidsports Athletic Complex.

Benefits to the successful Awardee of the RFP-Planning will be: (1) having the opportunity to work closely and cooperatively with the primary stakeholders (DNRC, City, and Kidsports) on developing a mutually beneficial plan for integrating the proposed commercial use with the neighborhood and the City; (2) potentially occupying one of Montana's best commercial properties, with immediate proximity to, and potential integration with, a highly populated "magnet" facility, Montana's premier youth athletic complex (see RFP.P Exhibit F, Kidsports Usage); and (3) recognition for providing substantial support to a cherished local community project.

Development of the parcel will be at the expense of the developer selected from the second leasing RFP (RFP-Lease).

Scope of Work

Montana Department of Natural Resources and Conservation

Part I: Existing Conditions (Analysis relating to Project Design and Development of Land Use Plan)

- A. Data Collection, Strategic Assessments
- B. Assess Stakeholder Interests and Issues
- C. Assess Zoning and Entitlement Issues
- D. Mapping
- E. Preliminary Technical Studies
- F. Environmental Activities and Permits
- G. Preliminary Economic Studies

Part 1 Outcomes/Deliverables: Existing Conditions Analysis Report

Part II: Development of a Preferred Land Use Plan

- A. Project Initiation – Develop Work Plan
- B. Understanding Development Opportunity, Community Context, and Physical Setting
- C. Initial Workshop
- D. Alternative Conceptual Land Use Development Plans
- E. Develop the Preferred Land Use Plan(s)

Part II Outcomes/Deliverables: Preferred Land Use Plan

The required tasks are described as follows:

Part I: Existing Conditions

Task A: Data Collection, Strategic Assessments

Awardee shall conduct a site visit to become familiar with the site and to gather data. Photographs shall be taken at the site visit to document any significant features. Representatives from DNRC will assist in touring the area with the Awardee.

DNRC has compiled a list of existing technical reports and studies related to the required tasks in this scope of work, which can be found in RFP.P Exhibit E. DNRC also has established a Victory Commons Project Area Library where DNRC will maintain file copies of the technical reports in DNRC's possession (as indicated on RFP.P Exhibit E) which will be available for review and copying by Awardee (resources may also be available at the City of Kalispell's Planning Department). Applicable Kidsports and/or City information and the sources of those documents may also be included.

Awardee will review the catalog of existing reports and studies attached as RFP.P Exhibit E as well as any other reports available from other sources and shall determine which reports and studies should be used or relied upon in the implementation of the RFP-Planning Project Coordination Committee Interim Period. Where existing reports and studies are adequate for a purpose, it is recommended that Awardee use such reports in the performance of the Required Tasks to avoid duplication of effort and expense and to expedite project completion. Awardee shall obtain and provide to MT DNRC, for inclusion in the Victory Commons Project Area Library, copies of any existing technical reports and studies currently not included in the Victory Commons Project Area Library that Awardee may reference or rely upon in the performance of the Required Tasks.

Note: The proponent is solely responsible for determining whether any such information so provided, in this exhibit or other information utilized, is accurate, relevant, or applicable to its proposal. By providing this information in the exhibit, the DNRC makes no representations about this information and DNRC hereby disclaims all warranties of merchantability or fitness for a particular purpose or representations of any kind concerning the accuracy or suitability of the information contained on this exhibit list for any purpose. All such information listed in the exhibit is provided "as is" and any use of these materials by a proponent for any purpose is upon the express recognition by the proponent that there are no warranties or representations of any kind that the information listed in the exhibit is error-free.

Task A Deliverables: *Awardee shall prepare a brief written report (Summary of Relevant Existing Reports and Other Data) that summarizes all relevant data reviewed, identified, and/or collected by Awardee and Awardee's recommendations regarding the use of such data or information in the performance of the Required Tasks, to be submitted in both digital and hard copy (8 copies) format to Project Coordination Committee.*

Task B: Assess Stakeholder Interests and Issues

1. Evaluate Business Planning Issues/Project Objectives

Awardee shall identify and evaluate key business planning issues relative to the property, and identify expectations, both financial and cultural. Awardee shall make recommendations to assist DNRC in articulating objectives which could significantly change the master plan and development strategy, including:

- Benefit to the Trust Beneficiaries
- Permanency for Kidsports
- Commonly beneficial site plan
- Developable parcel for the developer
- Maximization of short term vs. long term value
- Time horizon for developing the property
- Identify objectives for future visioning of the Victory Commons Project Area
- Others to be determined

Task B1 Deliverables: *Brief Preliminary Report of Key Business Planning Issues, to be submitted in digital and hard copy (8 copies) format to Project Coordination Committee.*

2. Stakeholder Identification, Contact List, Coordination Strategy

A Project Coordination Committee (PCC) will be created for the project. A key objective of both the RFP-Planning Awardee and the Project Coordination Committee will be to develop a strong, collaborative relationship and achieve positive results regarding identification and resolution of issues that arise. The Project Coordination Committee will be comprised of DNRC (as the landowner), and the additional stakeholder representatives who have participated in the DNRC/Ballfield Task Force to date (Kidsports and the City of Kalispell). The Awardee shall work with the Project Coordination Committee (contact information available from DNRC) to devise a meeting schedule and communication plan. The Project Coordination Committee will hold regularly scheduled meetings as needed for the duration of the project, and may hold additional special meetings as needed. Awardee shall attend, conduct, and participate in the committee work throughout the process. Awardee shall be responsible for scheduling meetings, preparing meeting notices, agendas, handout materials, compiling meeting notes and distributing notes.

Task B2 Deliverable: *Agency Stakeholder Coordination Plan, Stakeholder Mailing and Contact List, Project Coordination Committee Meeting Schedule, Project Schedule, misc. updates, to be submitted in digital and hard copy (8 copies) format to Project Coordination Committee.*

Task C: Assess Zoning and Entitlement Issues

Review and Evaluate Existing Entitlements

Awardee shall gather and evaluate the entitlement context for the project. Awardee shall review the existing Growth Policy, subdivision regulations, and zoning for the subject area, and evaluate what changes would be necessary for successful accommodation of commercial use. Awardee shall discuss with DNRC, stakeholders and Project Coordination Committee members the issues, trends and opportunities to position the project in the most favorable light and expedite it.

Task C Deliverable: *Written summary of findings, to be reviewed with Project Coordination Committee, and to be submitted in digital and hard copy (8 copies) format to Project Coordination Committee.*

Task D: Mapping

1: Topographic Base Mapping

DNRC and the City will provide currently available mapping information to Awardee. Awardee will also review aerial mapping if available of the Victory Commons Project Area and of the ponding areas associated with the Parcel and use as appropriate. At this stage Awardee is expected to use existing information and their own diligence to produce an approximate base map adequate to support the planning efforts.

Task D1 Deliverables: *Topographic Base Map for Victory Commons Project Area and surrounding area that will be suitable for the planning process. One ArcGIS compatible file with all monumented and targeted field control locations. One set of CD-ROM or DVD containing 2' contours at 1" = 100' scale in Autocad DWG format, published in NAD 83 Montana State Plane Projection. Accuracy of the topography will be sufficient to accomplish this scope of work. Another set of contour data will be delivered in ESRI shape file format.*

2. Existing Conditions Map and Report

Throughout the planning phase of the project the Awardee will be collecting data regarding the existing conditions that will affect and may constrain the development of the Victory Commons Project Area. Awardee shall incorporate the information that is collected into a series of maps that will build on the base map and, to the extent practicable, present layers of data in GIS data layers and AutoCad. This information will be provided to DNRC in the form of AutoCAD and ESRI GIS files on a disk/flash drive and eight sets of printed maps.

Task D2 Deliverables: *Upon completion of the site and area analysis, prepare a draft report. This report will document, in graphic and written form, information obtained in Task D1 and*

will outline the physical opportunities and constraints to development of the Victory Commons Project Area. This information will be used in the preparation of alternative and final plans. A one- to two-page (maximum) executive summary will be included in the report. The existing conditions map(s), Site and Area Analysis Report will include the following maps:

- *Location map to prescribed scale not to exceed 24" x 36" (board) and digital computer file in CAD.*
- *Existing conditions map(s), showing existing conditions that may affect development, including surrounding land uses, existing zoning, municipal and private utilities, proposed and existing streets, approved, proposed and existing major transportation corridors, and preliminary circulation study, to be submitted in digital and hard copy (8 copies) format to Project Coordination Committee. These maps will include the following:*
 - *General land form and character including unique topographic features*
 - *Existing roadways, structures*
 - *Apparent access points opportunities and limitations*
 - *Apparent buildable area opportunities and limitations*
 - *Aerial photography (if available)*
 - *Utility, power line or other easements*
 - *Existing wet and dry utilities*
 - *Surface hydrology features and patterns and existing drainage features, capacities, and controls*
 - *Existing structures*
 - *Other reasonably available data to be determined.*

Task E: Preliminary Technical Studies

1. Water Availability Assessment (Existing wells and water rights)

The purpose of this task is to support the planning effort of Part II of this scope of work. Awardee will determine the availability of municipal water to serve the site, as well as analyze the location, condition, and water rights associated with the existing on-site well and potential for use of that well's water on site. Awardee will work with the DNRC and the City to determine recommendation for disposition of water rights if appropriate.

E1 Deliverables: *Awardee shall produce a brief report on findings to MT DNRC in digital and hard copy (8 copies) format for approval of the information being used as input to the Land Planning Effort.*

2. Prepare Draft Wastewater Master Plan Report

The purpose of this task is to support the planning effort of Part II of this scope of work. Awardee shall contact the City to determine the availability of municipal sewer. In addition, Awardee shall analyze the status and/or location of previously used on-site sewage disposal systems that once served facilities or buildings.

Task E2 Deliverable: *Awardee shall produce a brief report on findings to DNRC in digital and hard copy format for approval. The draft Report will be submitted to DNRC in digital and hard copy (8 copies) format for approval of the information being used as input to the Land Planning Effort.*

3. Prepare Preliminary Storm Water/Drainage Plan

Awardee will review and incorporate drainage capacity related to existing agreements for development to the north as well as the proposed development parcel.

Criteria for storm water drainage will be to the standards for design and construction, Kalispell Storm water Design Manual.

The preferred solution may include off-site drainage disposal utilizing additional available Kidsports Athletic Complex lands.

The purpose of this task is to support the planning efforts of Part II of this scope of work. The work performed in this section is intended to identify major opportunities for development and develop conceptual level plans and budget estimates of required drainage facilities.

There are specific commitments to storm water detention capacities associated with both the MDT detention and the DNRC agency site pond. Please note that one facet of the successful plan may include combining those capacities with the storm water management plan for the Victory Commons Project Area Parcel. Additionally there may be the opportunity for the Awardee to secure rights on the Kidsports Athletic Complex site to relocate the necessary detention/retention facilities thereby increasing size and flexibility of the development area. The drainage features would have to be compatible with the Kidsports Athletic Complex Master Plan and might function as a park-like amenity and/or buffer between the Kidsports Athletic Complex and the development. Awardee will be expected to integrate the Draft Master Drainage Plan with the preferred alternative identified to DNRC and the relevant Stakeholders.

The referenced MDT pond is under permanent easement to the Montana Department of Transportation to provide water detention capacity for runoff from adjacent U.S. Highway

93. Movement of the pond is a possibility, subject to successful negotiation with MDT and DNRC (and any other necessary approvals).

Criteria for storm water drainage will be to the standards for design and construction, Kalispell Storm water Design Manual.

Task E3 Deliverables:

The Victory Commons Project Area Infill Drainage Information:

1. Map:

Awardee shall prepare a 24"x36" preliminary drainage map covering the Victory Commons Project Area and associated contiguous acreage, which proposes a draft Drainage Master Plan. The draft Drainage Master Plan and Map shall be submitted with the narrative report. The draft Drainage Master Plan map shall, at a minimum:

- *Locate and label the study boundary and the boundary of the Victory Commons Project Area*
- *Locate and label existing and planned adjacent streets for the Victory Commons Project Area, as they may be modified by DNRC and Awardee in the development of the Preferred Land Use Plan*
- *Show flow paths*
- *Identify concentration points, design points, and minor and major storm flow rates.*

2. Draft Master Drainage Report:

The Draft Master Drainage Report will include a one- to two-page executive summary that discusses objectives, preliminary solutions and recommendations. However, it is not intended that a complete report be generated as part of this effort. Instead, only those parts of the effort needed to support the land planning tasks in Part II will be developed in this task.

The draft Master Drainage Map and Report will be submitted to DNRC in digital and hard copy format (8 copies) for approval of the information being used as input to the Land Planning Effort. Once approved by DNRC this document will not be published as a stand-alone document, rather it will serve as the draft of the Master Drainage Plan to be finalized in Part II.

4. Draft Master Streets Plan

For the purpose of supporting and coordinating with the master planning efforts in Part II, Awardee shall include the following information:

- Locations of connections to the adjacent public roadways (Hwy 93, Reserve Loop) that will serve the Victory Commons Project Area and the status of availability of approach/access permits onto public roadways.
- The Awardee shall prepare a Preliminary Transportation Impact Study to document existing conditions and potential impacts on the transportation system. The Awardee shall collect data to document existing conditions on the transportation system that will serve the Victory Commons Project Area development.
 - Analysis of existing conditions
 - Preliminary traffic volumes
 - Conceptual intersection design and location
 - Consider current and future plans for pedestrian connectivity with both pedestrian trail system/Kidsports Athletic Complex (including possible linkage with Kidsports Athletic Complex parking facilities)
 - Consider what will best interface with the neighboring uses, including Kidsports Athletic Complex
 - Consider which alternatives offer the most flexibility for Victory Commons Project Area planning options.

Task E4 Deliverables: *Awardee shall submit a draft Preliminary Transportation Impact Study which shows how this site relates to the adjacent arterial system, relates to the adjacent users, and provides for appropriate internal circulation. The draft Master Streets Plan will be submitted to DNRC in digital and hard copy format (8 copies) for approval of the information being used as input to the Land Planning Effort in Part II.*

Task F. Environmental Activities and Permits

The site borders an MDT detention pond to the south and the site also contains a seasonal water feature. The seasonal water feature provides for some formalized off-site storm water drainage capacity for adjacent development. Successful plan alternatives may involve relocation and or redesign of existing water features.

The only cultural resource that has been identified in Section 36 is the “Spring Prairie Tree.” The tree is located outside the Victory Commons Project Area (on the Kidsports Athletic Complex lease) and consequently is not likely to be an issue for this project.

Pursuant to Section 77-1-121(1), MCA, the Department is obligated to prepare a MEPA document to evaluate the anticipated environmental impacts of either: a sale; an exchange; a right-of-way, an easement, the placement of an improvement, a lease, a license, or a permit. Pursuant to Section 77-1-121(4), MCA, the Department and the State Land Board are exempt from MEPA where they take actions or prepare plans which are consistent with neighborhood plans, zoning regulations, conditions of subdivision review, annexation, plans for extension of services, and other local planning actions.

Determine any known or potential local, state, and federal permitting responsibilities required to support the proposed plan.

1. Environmental Site Assessment (ESA) Summary

The City and DNRC have recently completed a Phase 1 ESA for an area expanded well beyond the Victory Commons Project Area. This information is available to the Awardee (see RFP.P Exhibit E: Existing Technical Reports and Studies).

It is Awardee's responsibility to review other pertinent available existing documents relating to this property, including but not limited to those listed in RFP.P Exhibit E: Existing Technical Reports and Studies.

Task F1a-F1b Deliverables: *Draft a report summarizing any critical environmental issues or limitations and recommendations, if any, for further study and/or action (8 hard copies, 8 digital copies, .pdf).*

Task G: Preliminary Economic Studies

At the commencement of the project Awardee shall engage or have on staff a qualified real estate professional to provide consulting services related to the development and review of the Preliminary Market Analysis, Preliminary Marketability Study, and Preliminary Economic Study.

1. Assess Regional Economic Issues

Development of the Victory Commons Project Area is likely to be significantly affected by regional economic issues. Awardee should identify and evaluate the major regional economic issues that are likely to affect development within the Victory Commons Project Area, particularly those that may affect land use decisions, and shall gather the information relevant to a preliminary strategic assessment of those issues, so that Awardee will be in a position to make appropriate recommendations regarding the strategies that DNRC and/or Awardee should pursue to address such issues.

Issues that Awardee should address include, but are not limited to, the following:

- How does the Awardee view this development fitting into the surrounding economic development area, from a commercial perspective?
- Does the Awardee anticipate phasing, and if so, what would be the phasing plan?
- What can and what should be done to attract businesses and jobs to the project area, and what types of industries should be the focus of job development activities?

Task G1 Deliverables: *Awardee shall prepare a report (Strategic Assessment of Regional Economic Issues—8 hard copies, 8 digital copies) providing Awardee’s preliminary and strategic assessment of regional economic issues and Awardee’s recommendations regarding the strategies that should be pursued by DNRC and/or Awardee to address such issues.*

2. Preliminary Market Analysis Study

At the commencement of the project, the Awardee shall engage a qualified real estate professional to provide consulting services related to commercial development.

It is anticipated that the Preliminary Market Analysis Study will cite all published and unpublished sources of information used, and will include in an appendix copies of all materials referenced or cited in the study and the quantitative analysis methodology. The study would define the area within which valuation influences (current and future) would be expected to affect the values of properties similar to that of the Victory Commons Project Area in terms of the following:

Physical considerations:

- Relationship of overall market (location)
- Existing and proposed street patterns
- Convenience to public transportation
- Convenience to schools
- Convenience to shopping and services
- Convenience to parks, recreational areas and churches
- Pattern of land use, shape and size of lots
- Availability and capacity/quality of utilities
- Other relevant considerations

Social Considerations:

- Demographic patterns and population trends (area specific)
- Population
- Personal income
- Employment trends
- Age
- Education
- Employment stability/labor turnover
- Family size
- Length of residence
- Crime and traffic violation statistics (area specific)
- Other relevant considerations

Economic Considerations:

- Location of new and proposed developments (list generic/or specific land-use types) and projected build out
- Number of building permits by land-use type
- Occupancy characteristics (strip commercial vs. shopping center, etc.)
- Rent rates and land values by land-use type
- Space inventory and vacancy rates by land-use type
- Growth analysis (general overview)
- Significant changes in use
- Lenders' influence and attitudes toward specific types of development
- Absorption trends & patterns by land-use type
- Traffic volumes and resultant impacts
- Unit land prices of competing properties
- Taxes (breakdown, rates, etc.)
- Special assessments, if any, but not limited to, hookup fees, tap-in fees, developer taxes, etc.
- Housing market trends and analysis
- National factors
- Land use patterns and master plan analysis
- Inventory of existing competition
- Residential housing growth and trends
- Commercial growth and trends
- Retail sales
- Economic development considerations
- Proximity of higher educational institutions
- Employment centers
- Other pertinent economic factors
- Supply and demand projection

While conducting the Preliminary Market Analysis Study, Awardee shall periodically review and consider the information developed and recommendations made by Awardee in its conducting of the other master land planning and zoning tasks described in this RFP-Planning Project, to ensure that the recommendations are consistent with and appropriate in light of such other information and recommendations, and should recommend changes to the land plan and zoning as may be appropriate to optimize the land values. The information and analysis being developed by Awardee should be accounted for at the same time in all tasks.

Task G-2 Deliverables: *Awardee shall submit eight draft copies of the Preliminary Market Analysis Report for DNRC review. Review comments shall be addressed and eight copies of the draft Final Report submitted for DNRC review and approval. Upon approval by DNRC,*

the Final Report shall be prepared. The Awardee shall deliver the final Preliminary Market Analysis Report in MS Word and .pdf format on CE and twelve hard copies.

3. Preliminary Marketability Study

The Preliminary Marketability Study shall identify the study area and reasons for parameters based upon findings contained in the Preliminary Market Analysis Study. This analysis should include the following:

- Selected site description and analysis
- Neighborhood analysis
- Regional analysis
- Site availability
- Quality Attribute survey analysis
- Valuation analysis
- Site recommendations
- Appropriate maps, photographs, charts and other exhibits

Awardee shall determine projected demand (competitive position) for potential land uses by specific type) based upon the findings reached at the conclusion of Task ID- I. At a minimum, the following must be considered in the determination:

- Price ranges (per unit measure, e.g., price per square foot)
- Costs of development (including land)
- Vacancy and absorption analysis
- Future competition
- Direct and induced demand generators.

The Preliminary Marketability Study shall identify projected capture rates/market share/competitive position in the study area relative to existing and proposed similar developments based upon vacancy rates and absorption trends, and other relevant factors. If applicable, Awardee shall recommend a phasing schedule for each identified land-use based on current market conditions, subject to verification by a feasibility study.

Using the Preliminary Marketability Study, Awardee and its consultants shall recommend specific land uses and recommend alternative land use mixes which, in their professional opinion, will produce the greatest return to the Trust considering all physical, economic political and legal restrictions.—The Preliminary Marketability Study Report shall discuss the rationale for this opinion and shall make specific marketing recommendations.

While conducting the Preliminary Marketability Study, Awardee shall periodically review and consider the information developed and recommendations made by Awardee in its conducting of the other master land planning and zoning tasks described in this RFP-

Planning Planning Project, to ensure that the recommendations are consistent with and appropriate in light of such other information and recommendations, and should recommend changes to the land plan and zoning as may be appropriate to meet the project objectives. The information and analyses being developed Awardee should be accounted for at the same time in all tasks.

Task G-3 Deliverables: *Awardee shall submit eight (8) draft copies of the Preliminary Marketability Study Report for DNRC review. Review comments shall be addressed and eight copies of the draft Final Report shall be submitted for DNRC review and approval. Upon approval by MT DNRC, the Final Report shall be prepared. Awardee shall deliver the final Preliminary Marketability Study Report in MS Word and .pdf format on CD and eight hard copies.*

4. Preliminary Feasibility Study

Awardee shall determine economic feasibility of the proposed land use alternatives, and determine, in Awardee's opinion, the highest and best use of RFP-Planning site utilizing the appropriate residual analysis or assume alternative highest and best uses and taking into account the constraints on the project. The economic feasibility study should assess the feasibility of the land-use alternatives under consideration after the Preliminary Market Analysis and Preliminary Marketability studies have been drafted and have taken into account the information developed by Awardee in the performance of other Required Tasks. In conjunction with this economic feasibility analysis Awardee shall determine the cost of development including direct costs, indirect costs and total improvement costs, and shall develop an income/expense pro forma on each alternative land use being evaluated. The outcome of the evaluation shall include, assumed rate of return at the Master Plan Level (show analysis, calculations and reasons for conclusions).

Task E-4 Deliverables: *Awardee shall prepare a draft Preliminary Feasibility Study Report for DNRC review and approval, which shall cite all published and unpublished sources utilized in the report, and include in an appendix copies of all material referenced or cited in the study and the quantitative analysis methodology. Following DNRC approval of the draft report, prepare eight (8) copies and .pdf on CD of the final Preliminary Feasibility Study Report.*

5. Preliminary Analysis of Infrastructure Financing Issues

Awardee shall identify existing, potential and proposed mechanisms available in coordination with the various municipalities and public agencies for the financing and construction of the roadway, water, wastewater, and drainage systems for the development of RFP-Planning site. Awardee shall identify major financing options that are to be considered, including one or more community facilities districts, inclusion of major items in the City's capital improvement program, other special districts, impact fees, other forms of public financing, private construction agreements, and development agreements

coupled with conditions of sale. The adequacy of the City's impact fee program and other special fees shall be addressed. Awardee shall address the relative advantages and disadvantages of the various methods available, and any efficiencies that might be obtained through the use of any of the financing mechanisms. Awardee shall identify any financing mechanisms that should not be considered. If existing mechanisms are inadequate, Awardee shall recommend a strategy for the development of appropriate infrastructure financing mechanisms. If appropriate, Awardee, in consultation with DNRC and its counsel, will draft development agreements in conjunction with rezoning and other activities that provide for the financing and construction of needed infrastructure.

Awardee shall recommend to DNRC strategies to use funding available from stakeholders and other opportunities to locate, plan and finance infrastructure and other development of the Victory Commons Project Area.

Awardee shall actively investigate potential sources of funding that may be available to plan for and/or finance the construction of infrastructure, and development of the Victory Commons Project Area, including but not limited to any applicable federal grant programs.

Awardee shall cooperate with DNRC in preparing and negotiating development agreements between DNRC and outside agencies/interests with respect to the Victory Commons Project Area. The technical portions of the development agreement shall describe the land use planning assumptions, water, wastewater, drainage, and roadway infrastructure requirements for the Victory Commons Project Area. Awardee shall also provide additional information related to project schedule, phasing, and other potential funding mechanisms and financial sources for the infrastructure improvements. Awardee shall be available to work with DNRC's legal counsel in drafting development agreements. Awardee shall work with DNRC and other parties to establish and justify reimbursement for the elements of infrastructure within the project as well as to identify other benefits and incentives.

Task I-E-5 Deliverables: *Awardee shall submit eight (8) draft copies of the Preliminary Infrastructure Financing report for DNRC review. Review comments shall be addressed and eight hard copies of the draft Final Report submitted for DNRC review and approval. Upon approval by DNRC, the final report shall be prepared. Awardee shall deliver the final report in MS Word and .pdf format on CD and eight hard copies.*

Part I Outcomes/Deliverables:

Create an Opportunities and Constraints "Blob" Map

Awardee will assimilate data needed to create an initial Opportunities and Constraints Map (for use by the Project Coordination Committee during the planning process), and will include but not be limited to the following:

- Surrounding land uses
- Existing infrastructure
- Existing general plans, area plans, and specific plans within the Victory Commons Project Area (including Kidsports' future development plans)
- Existing applicable ordinances
- Existing Growth Policy, zoning and area rezoning activity of the past five years in local jurisdiction and, if applicable, any adjoining jurisdiction
- Pertinent MDT and City Transportation Planning Documents
- Development trends including major planned developments including proposed and under construction
- Population projections
- Capital Improvement Program(s), Impact Fee Program(s), Development Fee Program(s), Infrastructure Connection Fee Programs, and Development Agreement(s) within the local jurisdiction

Part 1 Outcome: Awardee shall prepare a brief report (Strategic Zoning Assessment) providing a preliminary and strategic assessment of remaining zoning and entitlement issues, and an Opportunities and Constraints Map, relating to the RFP-Planning Project Area and Awardee's recommendations regarding the strategies that should be pursued to address such issues.

Upon completion of Part 1, a draft report will be produced. The report will document, in graphic and written form, information obtained in Part 1 and will outline the physical opportunities and constraints to development of the Victory Commons Project Area. This information will be used in the preparation of alternative and final plans. A one- to two-page executive summary will be included in the report. This report should include all information needed to develop preliminary land use plans as described in Part II.

Part II: Development of a Preferred Land Use Plan

The end product of the Interim Period planning work performed by the Awardee under the RFP-Planning is the creation of a Land Use Plan, for the purposes of zoning and development of the lands within the Victory Commons Project Area for adoption by the City of Kalispell. The land use plan shall contain specific provisions governing the use, development and management of the lands within the Victory Commons Project Area. The land use plan will provide the legal and conceptual framework for developing the Victory Commons Project Area, including the zoning and entitlements process, and should guide planning for the construction and financing of infrastructure. It will be developed based upon the data, studies and analyses described in this RFP-Planning.

The land use plan must take into consideration the natural and artificial features of the state lands, and compatibility with adjoining development and land uses, if any.

The land use plan must include the following components:

- Provisions for allocation and location of specific uses of the land.
- Provisions for acceptable densities and concentrations of the designated land uses.
- Provisions for the timing and rate of development.
- Provisions for public facilities and resources.
- Provisions for needed zoning and other land use control mechanisms.
- Design guidelines and covenants, conditions and restrictions as applicable.
- Infrastructure planning, implementation and funding.
- Phasing, timing and method of sub-leasing disposition.

Task A. Project Initiation -- Develop Work Plan

After reviewing the requirements set forth above Awardee shall prepare to draft a proposed development plan, and develop a more detailed proposed design process plan for DNRC approval. In general this preparation should include the following:

- Confirm Awardee's project team make-up and members.
- Identify sources for market input, environmental, marketing, and entitlement which are complementary to the master planning process.
- Refine and coordinate work programs, as needed, for market strategy, planning, engineering, landscape, environmental and entitlement tasks.
- Discuss project background, DNRC and stakeholder expectations and establish a preliminary "project vision."
- Verify and refine overall goals and objectives.
- Establish a process for gathering additional information.
- Create an outline or other framework of the development plan.

Task A Deliverables: *Awardee shall prepare the proposed work plan for creating the development plan, showing how all required elements will be addressed. 8 copies to Project Coordination Committee.*

Task B. Understanding Development Opportunity, Community Context and Physical Setting

1. Analysis of Planning context

As part of the work leading to the adoption of a development plan, Awardee shall create working GIS base maps of the Victory Commons Project Area, including context maps. These maps shall be suitable for development planning, for incorporation in the development plan, and relevant zoning applications.

Task B1 Deliverables: *Draft and final context analysis maps as described above. These maps will be prepared for presentation in Power Point and hard copy. Final copies (8) will be submitted in ESRI GIS or Auto-Cad form. With these maps, a series of site analysis graphics shall be developed that document planning and development issues for the Victory Commons Project Area and their regional context.*

2. Compilation of Data re: Opportunities and Constraints Mapping

Awardee shall prepare two categories of property site analysis maps using the technical information gathered by Awardee in its performance of the Required Tasks in Part I. The first category is existing cultural features maps, which will document the following:

- Existing and proposed utility corridors and easements
- Roads and circulation patterns including existing and proposed roadways alignments

The second category is natural features maps, which will document the following natural systems:

- Hydrology
- Soils and topography

In the Opportunities and Constraints Analysis Map, Awardee will evaluate and summarize graphically the key opportunities and constraints that affect the direction, location, and characteristics of the project. At this time the information and analysis described above shall be synthesized, implications identified and basic directions for the project set. Primary components and issues will include:

- Project entry character
- Primary and secondary access issues

- Project location preferences and issues
- Political/entitlement factors
- Land form and character elements
- Infrastructure issues

Task B2 Deliverable: *Opportunities and Constraints Analysis Maps as described above (8 copies to Project Coordination Committee).*

Task C: Initial Workshop

Awardee shall coordinate and staff a project initiation workshop. The workshop serves to ensure the Project Coordination Committee understands the schedule, DNRC's expectations and the products that will be prepared as part of the Project Development Plan. The site analysis and Opportunities and Constraints Map will be presented and reviewed as part of this workshop. The purpose of this workshop will be for the Project Coordination Committee to engage in a discussion about the key priorities, research topics, and assumptions with respect to the Victory Commons Project Area.

1. Priorities, Research, and Assumptions

The workshop will establish priorities and assumptions that may affect the master plan. Special emphasis will be placed on the unique conditions of the Victory Commons Project Area as situated within the City. The expected outcome of the workshop is as follows:

Discuss and document project priorities:

- Project Coordination Committee objectives and directives
- Timing and approvals strategy
- Milestones, reviews and schedule for the planning process
- Review of existing information
- Review relevant Growth Policy
- Review site analysis and Opportunities and Constraints Maps
- Market inducers
- Employment
- Commercial
- Review Project Vision (see RFP-Planning introduction)

Discussion of other topics as necessary.

C1a. Post-Workshop Production

Following the workshop, Awardee shall conduct analysis of the material collected and document any decisions and agreements reached during the workshop.

C1a. Deliverables: *Awardee will prepare a draft work plan for the development plan, a draft Project Schedule, a written report that summarizes the site data and other information collected (including but not limited to Awardee’s analysis of Physical and Engineering base lines, natural resources, political and entitlement context, and key business planning issues). The report should include updated Context and Site Analysis Maps that depict existing site conditions and development opportunities and constraints. The report shall also summarize the project priorities, additional research needs, and assumptions that will guide development of the Project, as agreed upon at the workshop, and will be submitted in MS Word soft format, 8 hard copies, and .pdf on a CD.*

Task D. Alternative Conceptual Land Use Development Plans

1: Design Workshop – Develop Conceptual Land Use Alternatives for the Victory Commons Project Area

Utilizing the opportunities and constraints analysis, the preliminary drainage plan and other preliminary plans created in Part 1, and the overall project vision developed during the second workshop, Awardee shall articulate at least three alternative conceptual land use plans for the Victory Commons Project Area. These conceptual land use plans are ultimately intended to help provide the basis for a future RFP (“RFP-Lease”) to acquire any necessary entitlements and develop the site.

The intent of the conceptual land use plans is to articulate an overall vision for the project that will guide the project area planning process and drive the development of a preferred plan.

a. Draft Conceptual Site Plans

Awardee shall draft the conceptual land use plans that will become the basis for growth policy and zoning amendments, infrastructure planning, and other aspects of the Victory Commons Project. Conceptual Land Use Plans may consider, but not be limited to, the following:

- Land use designations by acreage
- Density ranges by land-use category
- Access, circulation and traffic analysis
- Major transportation corridors
- Major drainage, mitigation and areas
- Water and wastewater distribution plans
- Relative constraints & opportunities of each plan
- Analysis of the strengths and weaknesses of each plan.

Additional input by the Project Coordination Committee may include the following:

- Economic and market overview, including products, phasing, parcelization, and alternative strategic economic objectives.
- Identify potential areas of flexibility.

Task D1a Deliverables: *Awardee shall prepare three alternative conceptual site plans incorporating the information described above. These plans shall be in the form of site development maps accompanied by explanatory text. Awardee shall prepare a brief written report summarizing an analysis and recommendations regarding a preferred alternative (8 copies). The Awardee shall present these alternatives in a meeting with the Project Coordination Committee.*

b. Concept Plan Presentation Workshop

Awardee shall coordinate a two-phased planning workshop with the Project Coordination Committee. In the first phase, they will present the various conceptual plans with their supporting analysis. Awardee shall plan and staff the workshops, and shall create a report summarizing the decisions reached during the workshops. Participants will be provided copies of the IIC deliverables and other applicable products of the work performed to date in advance of the workshop and will be expected to review such material to prepare themselves for meaningful and efficient participation on the workshop.

The Project Coordination Committee will have the opportunity to question any of the conceptual plans and their respective elements and offer recommendations with the goal of developing a preferred alternative. The Project Coordination Committee members will critique and offer thoughts and recommendations about the various conceptual plans and/or perhaps a hybrid plan at the second meeting, to be held approximately two weeks later. The Awardee will receive comments and suggestions and incorporate them into the development of a Preferred Land Use Plan.

Task D1b Deliverables: *Awardee will coordinate the meetings outlined above for the Project Coordination Committee and provide conceptual plans and supporting materials (8 copies). The Project Coordination Committee will provide critique and recommendation to the Awardee, who will record it and incorporate it into the next level plan drafts.*

TASK E. Develop the Preferred Land Use Plan

In this task, the Awardee will work with the information developed to date and the Project Coordination Committee to arrive at a draft Preferred Land Use Plan.

1. Preferred Land Use Plan Refinement

After considering the input from the workshop in IID1, the Awardee will use results and products developed during the workshop described in Task II-D-1, the Victory Commons Project Area design concepts and sketches shall be refined for inclusion in a Draft Preferred Land Use Plan for review by the Project Coordination Committee.

The Narrative portion of the Preferred Land Use Plan framework document for the entire property shall address:

- Definitions
- Feasibility study
- Primary thematic market concepts
- General/Design Standards
- Drainage features
- Community focal points will be defined
- Major landmarks and landscape features Master landscape plan
- Master circulation systems Master pedestrian/transit/bike and trail plan
- Master amenity and recreation concepts
- Average density, land coverage and intensity of use concepts
- Utilities plan
- Building placement and orientation
- Parking standards
- Lighting
- Signage
- Street standards

The Site Plan Map (i.e., map) of the Preferred Land Use Plan framework document shall be prepared to include all information needed to satisfy DNRC and the City's Growth Policy and zoning requirements and the following layers of information as applicable:

- Master circulation systems – vehicular, transit, etc.
- Connections and relationships to surrounding areas
- Public uses and activity zones
- Master amenity and recreation concepts and trails areas
- Response to geology, topography and soils issues
- Response to entitlement issues and opportunities
- Response to infrastructure phasing issues including recommended utility improvements required to meet the demands depicted in the alternative scenarios

Task E1 Deliverables: *Draft Final Preferred Site Plan Development documents (8 copies and CD)*

2. Preferred Land Use Plan Refinement

Awardee shall coordinate a two-phased planning workshop with the Project Coordination Committee in which, in the first phase, they will present the draft Preferred Land Use Plan with their supporting analysis. Awardee shall plan and staff the workshops, and shall create a report summarizing the decisions reached during the workshops. Participants will be provided copies of the IID1b deliverables and other applicable products of the work performed to date in advance of the workshop and the Project Coordination Committee will be expected to review such material to prepare themselves for meaningful and efficient participation on the workshop.

The Project Coordination Committee will have the opportunity to question any of the elements within the draft Preferred Land Use Plan with the goal of refining the plan. The Project Coordination Committee members will critique and offer thoughts and recommendations about the draft plan at the second meeting, to be held approximately two weeks later. The Awardee will receive comments and suggestions and incorporate them into the development of a Final Preferred Land Use Plan.

Task E2 Deliverables: *Awardee will coordinate the meetings outlined above for the Project Coordination Committee and provide a draft Preferred Land Use Plan and supporting materials (8 copies). The Project Coordination Committee will provide critique and recommendation to the Awardee, who will record it and incorporate it into a Final Preferred Land Use Plan (8 copies and CD).*

3. Prepare Final Preferred Land Use Plan

Awardee will deliver the draft Final Preferred Land Use Plan to the Project Coordination Committee for acceptance. Awardee will then incorporate the Project Coordination Committee's response into a Final Preferred Site Development Plan.

- Project Coordination Committee members will review all the draft Final Preferred Site Development Plan documents and schedule a response meeting with the Awardee.
- Awardee meets with Project Coordination Committee to capture comments and incorporate them in the Final Preferred Land Use Site Development Plan.

Planning shall be sufficient to establish zoning entitlements for the development parcel. This Final Preferred Site Development Plan will be the basis for Growth Policy and/or zoning application to the City after final concurrence by DNRC.

Task E3 Deliverables: *Final Preferred Site Development Plan; i.e., Final Preferred Site Development Plan Report text & diagrams, with Executive Summary (including how it meets the overall four primary goals of the project), with sufficient documentation to submit applications for all necessary entitlements (8 copies to Project Coordination Committee). **This set of documents should be suitable to support the applications for all necessary entitlements.***

Part II Outcome/Deliverables:

Create a Preferred Land Use Plan.

The documents produced at this point should be adequate to submit as application for any remaining entitlements process.